

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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NATIONAL CREDIT UNION ADMINISTRATION :  
BOARD, as Liquidating Agent of U.S. Central Federal :  
Credit Union, Western Corporate Federal Credit Union, :  
Members United Corporate Federal Credit Union, :  
Southwest Corporate Federal Credit Union, and :  
Constitution Corporate Federal Credit Union, :  
in its own right, and on behalf of NCUA :  
GUARANTEED NOTES TRUST 2010-R1, NCUA :  
GUARANTEED NOTES TRUST 2010-R2, NCUA :  
GUARANTEED NOTES TRUST 2010-R3, NCUA :  
GUARANTEED NOTES TRUST 2011-R1, NCUA :  
GUARANTEED NOTES TRUST 2011-R2, NCUA :  
GUARANTEED NOTES TRUST 2011-R3, NCUA ;  
GUARANTEED NOTES TRUST 2011-R4, NCUA ;  
GUARANTEED NOTES TRUST 2011-R5, NCUA :  
GUARANTEED NOTES TRUST 2011-R6, NCUA :  
GUARANTEED NOTES TRUST 2011-M1, :

Plaintiffs, :

v. :

U.S. BANK NATIONAL ASSOCIATION, and :  
BANK OF AMERICA, NATIONAL ASSOCIATION, :

Defendants. :  
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No. 14-cv-9928 (KBF)  
(Rel. 12-cv-2865-KBF)

ECF CASE

DECLARATION OF JACOB S. KREILKAMP IN SUPPORT OF DEFENDANTS'  
JOINT MOTION TO DISMISS

Marc T. G. Dworsky  
James C. Rutten (*pro hac vice forthcoming*)  
Jacob S. Kreilkamp (*pro hac vice*)  
MUNGER, TOLLES & OLSON LLP  
355 South Grand Avenue, 35th Floor  
Los Angeles, CA 90071  
Tel: 213.683.9260  
marc.dworsky@mto.com  
james.rutten@mto.com  
jacob.kreilkamp@mto.com.

Isaac S. Greaney  
Jon W. Muenz  
SIDLEY AUSTIN LLP  
787 Seventh Avenue  
New York, NY 10019  
Tel: 212.839.7324  
igreaney@sidley.com  
jmuenz@sidley.com

David F. Graham (*pro hac vice*)  
Frank J. Favia, Jr. (*pro hac vice*)  
SIDLEY AUSTIN LLP  
One South Dearborn  
Chicago, IL 60603  
Tel: 312.853.7000  
dgraham@sidley.com  
ffavia@sidley.com

*Attorneys for Defendant Bank of America, N.A.*

I, Jacob S. Kreilkamp, hereby declare:

1. I am a partner in the law firm of Munger, Tolles & Olson LLP, counsel of record for Defendant Bank of America, N.A. in the above-captioned matter. I am admitted to practice *pro hac vice* before the Court in this matter. I have personal knowledge of the facts stated in this Declaration, and could and would competently testify to them if called upon to do so. I submit this Declaration in support of Defendants' Joint Motion to Dismiss.

2. Attached hereto as **Exhibit 1** is a true and correct copy of a series of three emails sent between myself, co-counsel, co-Defendant's counsel, and Plaintiff's counsel in this matter. The conversation begins on February 6, 2015 and ends on February 11, 2015.

3. Attached hereto as **Exhibit 2** is a true and correct copy of a series of four emails sent between myself, co-counsel, co-Defendant's counsel, and Plaintiff's counsel in this matter. The conversation begins on February 6, 2015 and ends on February 12, 2015. The three earliest emails are duplicates of the emails contained in Exhibit 1.

4. Attached hereto as **Exhibit 3** is a true and correct copy of the Pooling and Servicing Agreement ("PSA"), with a cut-off date of October 1, 2006, for the WaMu Mortgage Pass-Through Certificates Series 2006-AR15 Trust, among WaMu Asset Acceptance Corp., as Depositor, Washington Mutual Bank, as Servicer, LaSalle Bank National Association, as Trustee, and Christiana Bank & Trust Company, as Delaware Trustee.

5. Attached hereto as **Exhibit 4** is a true and correct copy of the Pooling and Servicing Agreement ("PSA") dated as of May 1, 2006, for the Morgan Stanley Mortgage Loan Trust 2006-8AR, Mortgage Pass-Through Certificates, Series 2006-8AR, among Morgan Stanley Capital I Inc., as Depositor, Wells Fargo Bank, National Association, as Master Servicer and Securities Administrator, and LaSalle Bank National Association, as Trustee and Custodian.

6. Attached hereto as **Exhibit 5** is a true and correct copy of the Pooling and Servicing Agreement ("PSA"), with a cut-off date of December 1, 2006, for Washington Mutual Mortgage Pass-Through Certificates WMALT Series 2006-AR10 Trust, among WaMu Asset Acceptance Corp., as Depositor, Washington Mutual Bank, as Servicer, LaSalle Bank National

Association, as Trustee and Supplemental Interest Trust Trustee, and Christiana Bank & Trust Company, as Delaware Trustee.

7. Attached hereto as **Exhibit 6** is a true and correct copy of the Trust Agreement dated as of March 1, 2005, for Structured Asset Securities Corporation Reverse Mortgage Loan Trust 2005-RM1, among Structured Asset Securities Corporation, as Depositor, Wilmington Trust Company, as Owner Trustee, and LaSalle Bank National Association, as Administrator.

8. Attached hereto as **Exhibit 7** is a true and correct copy of the Report of the Joint Legislative Committee to the New York Legislature to Investigate Bondholders' Committees, Stockholders' Committees, Creditors' Committees, Certificate Holders' Committees, Corporations, Trustees and Fiduciaries, Rep. No. 159-66 (1936), obtained from New York Legislative Service, Inc. on January 5, 2015.

9. Attached hereto as **Exhibit 8** is a true and correct copy of the Fourth Report of the Joint Legislative Committee to the New York Legislature to Investigate Bondholders' Committees, Stockholders' Committees, Creditors' Committees, Certificate Holders' Committees, Corporations, Trustees and Fiduciaries, Rep. No. 160-94 (1937), obtained from New York Legislative Service, Inc. on January 5, 2015.

I declare under penalty of perjury under the laws of the United States of America and of the State of California that the foregoing is true and correct.

Executed on February 27, 2015, at Los Angeles, California.

  
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Jacob S. Kreilkamp